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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

Chapter 11

Case No. 12-12020 (MG)

Jointly Administered

AFFIDAVIT OF SERVICE

STATE OF NEW YORK

) SS.:

COUNTY OF NEW YORK)

CHARMAINE THOMAS, being duly sworn, deposes and says:

I am a resident of the United States, over the age of eighteen years, and am not a party to or interested in the above-captioned cases. I am employed by the law firm of Milbank, Tweed, Hadley & McCloy LLP, Counsel for the Ad Hoc Group of Junior Secured Noteholders of Residential Capital, LLC et al., in the above-captioned cases.

On the 27th of August 2013, I caused a copy of the following document:

Joint Limited Objection of the Ad Hoc Group of Junior Secured Noteholders and the Notes Trustee to Debtors' Motion Pursuant to Section 105 of the Bankruptcy Code and Rule 7026 of the Federal Rules of Bankruptcy Procedure for Authorization to Establish and Implement Procedures in Connection with Discovery Related to Plan Confirmation [DI 4852]

to be served upon the parties identified on Exhibit A attached hereto by electronic mail, to be served upon the parties identified on Exhibit B attached hereto by FedEx for next business day delivery, to be served upon the party identified on Exhibit C attached hereto by United States Postal Service for first class delivery and to be delivered to the party on Exhibit D attached hereto by hand delivery.

/s/ Charmaine Thomas
CHARMAINE THOMAS

SWORN TO AND SUBSCRIBED before
me this 28th of August 2013

/s/ Jacqueline Brewster
Jacqueline Brewster
Notary Public, State of New York
No. 03BR6093249
Qualified in Bronx County
Certificate filed in New York County
Commission Expires June 2, 2015

Exhibit A

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Exhibit B

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Exhibit C

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Exhibit D

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